



**FORM OF AFFECTED CREDITOR PROXY
PROXY AND INSTRUCTIONS
FOR AFFECTED CREDITORS
IN THE MATTER OF THE PROPOSED
PLAN OF COMPROMISE OR ARRANGEMENT OF
DELTA 9 CANNABIS INC., DELTA 9 LIFESTYLE CANNABIS CLINIC INC. and DELTA 9
CANNABIS STORE INC.**

MEETING OF THE AFFECTED CREDITOR CLASS

to be held pursuant to an Order of the Court of King's Bench of Alberta (the "**Court**") made on December 2, 2024 (the "**Creditors' Meeting Order**") in connection with the Plan of Compromise or Arrangement of Delta 9 Cannabis Inc. ("**Delta Parent**"), Delta 9 Cannabis Store Inc. ("**Delta Retail**"), and Delta 9 Lifestyle Cannabis Clinic Inc. ("**Delta Lifestyle**" and together with Delta Parent and Delta Retail, the "**Delta 9 Group**") dated November 25, 2024 (as amended, restated, modified and/or supplemented from time to time, the "**CCAA Plan**"), on December 20, 2024 at 10:00 a.m. (Calgary time) by live audio webcast or telephone at:

Dial in by phone: +1 647-749-7010

Phone conference ID: 478 400 659#

and / or at any adjournment, postponement or other rescheduling thereof (the "**Creditors' Meeting**").

PLEASE COMPLETE, SIGN AND DATE THIS PROXY (THE "**PROXY**" OR "**PROXIES**") AND RETURN IT TO ALVAREZ & MARSAL CANADA INC., IN ITS CAPACITY AS THE MONITOR OF THE DELTA 9 GROUP (THE "**MONITOR**") **BY 5:00 P.M. (CALGARY TIME) ON DECEMBER 18, 2024**, OR AT LEAST TWO (2) BUSINESS DAYS PRIOR TO ANY ADJOURNED, POSTPONED OR RESCHEDULED CREDITORS' MEETING (THE "**PROXY DEADLINE**"). PLEASE RETURN OR SEND YOUR ORIGINAL PROXY SO THAT IT IS ACTUALLY RECEIVED BY THE MONITOR ON OR BEFORE THE PROXY DEADLINE.

Please use this Proxy form if you do not wish to attend the Creditors' Meeting to vote in person "virtually" but wish to appoint a proxyholder to attend the Creditors' Meeting "virtually", vote the aggregate amount of your Allowed Affected Claim to accept or reject the CCAA Plan and otherwise act for and on your behalf at the Creditors' Meeting and any adjournment(s), postponement(s) or rescheduling(s) thereof.

A copy of the CCAA Plan is attached as Schedule 1 to the Creditors' Meeting Order. Capitalized but undefined terms are defined the CCAA Plan or the Creditors' Meeting Order.

You should review the CCAA Plan before you vote. In addition, on December 2, 2024, the Court issued the Creditors' Meeting Order establishing certain procedures for the conduct of the Creditors' Meeting. A copy of the Creditors' Meeting Order was included with the meeting materials set to you along with this form of Proxy and is also available on the Monitor's website at <https://www.alvarezandmarsal.com/Delta9>. The Creditors' Meeting Order contains important information regarding the voting process. Please read the Creditors' Meeting Order and the instructions sent with this Proxy prior to submitting this Proxy.

If the CCAA Plan is approved by the Required Majority and is sanctioned by the Court, it will be binding on you whether or not you vote.



APPOINTMENT OF PROXYHOLDER AND VOTE

By checking one of the two boxes below, the undersigned Affected Creditor hereby revokes all proxies previously given and nominates, constitutes and appoints either (*if no box is checked or the information listed below is not sufficiently provided, the Monitor will act as your proxyholder*):

☐

(name of proxyholder)
(telephone of proxyholder)
(email address of proxyholder)

Or

☐

a representative of Alvarez & Marsal Canada Inc., in its capacity as Monitor of the Delta 9 Group

as proxyholder, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Creditors' Meeting and at adjournment(s), postponement(s) and rescheduling(s) thereof, and to vote the amount of the Affected Creditor's Allowed Affected Claim. Without limiting the generality of the power hereby conferred, the person named as proxyholder is specifically directed to vote as shown below. The person named as proxyholder is also directed to vote at the proxyholder's discretion and otherwise act for and on behalf of the undersigned with respect to any amendments or variations to the CCAA Plan and to any matters that may come before the Creditors' Meeting or at any adjournment, postponement or rescheduling thereof and to vote the amount of the Affected Creditor's Allowed Affected Claim as follows (*mark only one*):

Vote ☐ **FOR** the approval of the CCAA Plan, or
Vote ☐ **AGAINST** the approval of the CCAA Plan

Please note that if no specification is made above, the Affected Creditor will be deemed to have voted FOR approval of the CCAA Plan at the Creditors' Meeting provided the Affected Creditor does not otherwise exercise its right to vote at the Creditors' Meeting.

The proxyholder can log in and attend the Creditors' Meeting by using either the link or telephone number provided above.



Alvarez & Marsal Canada Inc.
Bow Valley Square 4
Suite 1110, 250 - 6th Avenue SW
Calgary, Alberta T2P 3H7
Phone: +1 403 538 7555
Fax: +1 403 538 7551

DATED this __ day of _____, 2024.

AFFECTED CREDITOR'S SIGNATURE:

(Print Legal Name of Affected Creditor)

(Print Legal Name of Assignee, if applicable)

(Signature of the Affected Creditor/Assignee
or an Authorized Signing Officer of the
Affected Creditor/Assignee)

(Print Name and Title of Authorized Signing
Officer of the Affected Creditor/Assignee, if
applicable)

(Mailing Address of the Affected Creditor/Assignee)

(Telephone Number and E-mail of the
Affected Creditor/Assignee or Authorized
Signing Officer of the Affected
Creditor/Assignee)

**YOUR PROXY MUST BE RECEIVED BY THE MONITOR BY MAIL, COURIER, EMAIL OR
FACESIMLE AT THE ADDRESS LISTED BELOW BEFORE THE PROXY DEADLINE.**

Alvarez & Marsal Canada Inc.
Bow Valley Square IV
Suite 1110, 250 – 6th Avenue SW
Calgary, Alberta T2P 3H7
Attention: Brinton Wolever

E-mail: delta9@alvarezandmarsal.com

**IF YOU HAVE ANY QUESTIONS REGARDING THIS PROXY OR THE VOTING
PROCEDURES, OR IF YOU NEED AN ADDITIONAL COPY OR ADDITIONAL COPIES OF THE
ENCLOSED MATERIALS, PLEASE CONTACT THE MONITOR AT THE ADDRESS ABOVE
OR VISIT THE MONITOR'S WEBSITE AT: <https://www.alvarezandmarsal.com/delta9>**



INSTRUCTIONS FOR COMPLETION OF PROXY

All capitalized terms used but not defined in this Proxy shall have the meanings given to such terms in the CCAA Plan (a copy of which is attached as Schedule "1" to the Creditors' Meeting Order) or the Creditors' Meeting Order. Please read and follow these instructions carefully. Your Proxy must actually be received by the Monitor at:

Alvarez & Marsal Canada Inc.

Bow Valley Square IV
Suite 1110, 250 – 6th Avenue SW
Calgary, Alberta T2P 3H7
Attention: Brinton Wolever

E-mail: delta9@alvarezandmarsal.com

prior to **5:00 p.m. (Calgary time) on December 18, 2024**, or at least two (2) Business Days prior to the time of any adjournment, postponement or rescheduling of the Creditors' Meeting. If your Proxy is not received by the Proxy Deadline, unless such time is extended, your Proxy will not be counted.

Your Allowed Affected Claim will be the amount as determined by the Monitor in accordance with the Claims Procedure Order and the Creditors' Meeting Order. This Proxy may only be used to vote the amount of your Allowed Affected Claim.

Each Affected Creditor who has a right to vote at the Creditors' Meeting has the right to appoint a person (who need not be an Affected Creditor) to attend, act and vote for and on behalf of the Affected Creditor and such right may be exercised by inserting in the space provided the name, telephone and email address of the person to be appointed, or to select a representative of the Monitor as its proxyholder. If no proxyholder is selected, or if the contact information for such proxyholder is not sufficiently provided, the Affected Creditor will be deemed to have appointed an officer of Alvarez & Marsal Canada Inc., in its capacity as Monitor, or such other person as Alvarez & Marsal Canada Inc. may designate, as proxyholder of the Affected Creditor, with power of substitution, to attend on behalf of and act for the Affected Creditor at the Creditors' Meeting to be held in connection with the CCAA Plan and at any and all adjournments, postponements or other rescheduling thereof. The proxyholder will be able to log in and attend the Creditors' Meeting using the link or telephone numbers provided in the Affected Creditor Proxy.

Check the appropriate box to vote for or against the CCAA Plan. **If you do not check either box, you will be deemed to have voted FOR approval of the CCAA Plan provided you do not otherwise exercise your right to vote at the Creditors' Meeting.**

Sign the Proxy – your original signature is required on the Proxy to appoint a proxyholder and vote at the Creditors' Meeting. An electronic signature will be accepted and deemed to be an original with respect to any Proxy submitted by email or facsimile. If you are completing the Proxy as a duly authorized representative of a corporation or other entity, indicate your relationship with such corporation or other entity and the capacity in which you are signing and, if subsequently requested, provide proof of your authorization to so sign. In addition, please provide your name, mailing address, telephone number and e-mail address.

If you need additional Proxies, please immediately contact the Monitor. If multiple Proxies are received from the same person with respect to the same Claims prior to the Proxy Deadline, the



latest dated, validly executed Proxy timely received will supersede and revoke any earlier received Proxy. However, if a holder of Claims casts Proxies received by the Monitor dated with the same date, but which are voted inconsistently, such Proxies will not be counted. If a Proxy is not dated in the space provided, it shall be deemed dated as of the date it is received by the Monitor.

If an Affected Creditor validly submits a Proxy to the Monitor and subsequently “virtually” attends and votes at the Creditors’ Meeting, it will be revoking the earlier received Proxy. If an Affected Creditor wishes to attend the Creditors’ Meeting but does not wish to revoke its Proxy, it may log in and decline to vote at the Creditors’ Meeting when prompted to do so.

Proxies may be accepted for purposes of an adjourned, postponed or other rescheduled Creditors’ Meeting if received by the Monitor by the Proxy Deadline.

Any Proxy that is illegible or contains insufficient information to permit the identification of the claimant will not be counted.

After the Proxy Deadline, no Proxy may be withdrawn or modified, except by a General Unsecured Creditor voting in person “virtually” at the Creditors’ Meeting, without the prior consent of the Monitor and the Delta 9 Group.

**IF YOU HAVE ANY QUESTIONS REGARDING THIS PROXY OR THE VOTING
PROCEDURES, OR IF YOU NEED AN ADDITIONAL COPY OR ADDITIONAL COPIES OF
THIS PROXY, PLEASE CONTACT THE MONITOR AT THE ADDRESS LISTED IN THE
PROXY FORM OR VISIT THE MONITOR’S WEBSITE AT:**

<https://www.alvarezandmarsal.com/delta9>